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10 Attorneys for Defendant
11 INTUIT INC.

12 UNITED STATES DISTRICT COURT
13
14 NORTHERN DISTRICT OF CALIFORNIA, SAN JOSE DIVISION

15 **IN RE HIGH-TECH EMPLOYEE**
16 **ANTITRUST LITIGATION**

17 **THIS DOCUMENT RELATES TO:**
18 **All Actions**
19

Case No. 11-CV-2509 LHK

**DECLARATION OF LISA
BORGESON IN SUPPORT OF
ADMINISTRATIVE MOTION TO
FILE UNDER SEAL**

1 I, LISA K. BORGESON, declare:

2 I am Assistant General Counsel at Intuit Inc. ("Intuit") and have held this position since
3 September, 2008. I make this declaration based on personal knowledge and, if called upon to do
4 so, could testify competently thereto.

5 1. I make this declaration in support of Plaintiffs' Administrative Motion to File
6 under Seal Plaintiffs' Notice of Motion and Motion for Class Certification, and Memorandum of
7 Law in Support filed on October 1, 2012 (Dkt. No. 186), Defendants' Joint Response to
8 Plaintiffs' Administrative Motion to Seal, and the [Proposed] Order to Seal Confidential
9 Information, filed concurrently with this Declaration.

10 2. I have reviewed the relevant portions of the Expert Report of Edward E. Leamer,
11 Ph.D ("Expert Report"). As described below, the information requested to be sealed quotes from
12 or describes employee salary and compensation data that Intuit produced in this action.

13 3. In my employment at Intuit, I am regularly involved in matters related to human
14 resources and employment and am familiar with Intuit's policies and practices regarding the
15 confidentiality of its compensation data. Intuit's salary and compensation data is non-public,
16 highly sensitive and confidential, and private to Intuit and its employees. The information
17 contained in the figures and paragraphs in the Expert Report noted below is confidential
18 information about how Intuit has chosen to structure its employee salaries. It could cause Intuit
19 competitive harm if this information was publically known. Public dissemination of this
20 information would deprive Intuit of the investment it has made in developing its compensation
21 structure, practices and strategies and allow others to unfairly benefit from this information.

22 4. It is Intuit's practice to treat this data as confidential and I believe Intuit has taken
23 reasonable steps to ensure this data remains confidential. Intuit has continued to protect the
24 identified data from public disclosure by designating this data as "HIGHLY CONFIDENTIAL –
25 ATTORNEYS' EYES ONLY" pursuant to the Stipulated Protective Order in this case.

26 5. Specifically, Intuit seeks to keep the following redacted portions of the Expert
27 Report under seal:

- 28 • **Page 23, figures 3 and 4** each contain a row labeled "Intuit" that purports to disclose

1 the number of Intuit employees for each of Plaintiffs' defined classes and their total
2 compensation. This is confidential Intuit employment and compensation information.

- 3 • **Page 25, figure 5** contains four rows of information associated with Plaintiff Daniel
4 Stover that disclose his annual base salary and supplemental compensation. This is
5 confidential Intuit employment and compensation information.
- 6 • **Page 52, portions of paragraph 126 and Page 53, figure 10** purports to disclose the
7 mean fraction of Intuit employees receiving bonus or equity grants as a percentage of
8 Intuit employee years. This is confidential Intuit employment and compensation
9 information.
- 10 • **Page 53-54, portions of paragraph 128 and figure 11** purport to analyze the
11 common factors of a firmwide compensation structure. This information is derived in
12 part from and reflects Intuit's confidential compensation data.
- 13 • **Page 56, portions of paragraph 129 and figure 12** purport to disclose the percentage
14 of the variability in compensation that is explained by the variables in Dr. Leamer's
15 model. This information is derived in part from and reflects Intuit's confidential
16 compensation data.
- 17 • **Page 57, figure 13** purports to analyze the common factors of a firmwide
18 compensation structure. This information is derived in part from and reflects Intuit's
19 confidential compensation data.
- 20 • **Page 58, figure 14** purports to show the R-square value from yearly regressions by
21 defendant and includes a column labeled "Intuit." This information is derived from
22 and reflects Intuit's confidential compensation data.
- 23 • **Page 66, figure 20** has three rows that purport to show a log of the total annual
24 compensation for Intuit. This information is derived in part from and reflects Intuit's
25 confidential compensation data.
- 26 • **Page 67, figure 22** has a column labeled "Intuit" that purports to show a regression
27 estimate. This information is based on and reflects Intuit's confidential compensation
28 data.

- **Page 69, figure 23** has three rows that purport to show a log of the total annual compensation for Intuit. This information is based on and reflects Intuit's confidential compensation data.
- **Page 70, figure 24** has a column labeled "Intuit" that purports to show a regression estimate. This information is based on and reflects Intuit's confidential compensation data.
- **Page 75, figure 25** contains a column labeled "Intuit" that lists information related to the way Intuit categorizes its employees. This information reveals the way that Intuit segregates and identifies its employees in its compensation system, which is confidential Intuit employment and compensation information.
- **Page 77, paragraph e.** also identifies the way Intuit categorizes and identifies its employees in its compensation system, which again is confidential Intuit employment and compensation information.

6. Additionally, the Expert Report also references INTUIT_039098.

INTUIT_039098 is also cited in Plaintiffs' Motion for Class Certification and attached as Ex. 59 to Anne Shaver's declaration. This document is designated "Highly Confidential – Attorneys' Eyes Only." Therefore, Google has submitted the declaration of Alan Eustice in support of keeping INTUIT_039098 and any reference containing confidential information pertaining to INTUIT_039098 under seal.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on this 9th day of October, 2012 in Mountain View, California.


Lisa K. Borgeson

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